

ENDO PHARMACEUTICALS HOLDINGS INC

Form 4

October 14, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BLACK JEFFREY R**

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ENDO PHARMACEUTICALS  
HOLDINGS INC [ENDP]**

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
**100 PAINTERS DRIVE**  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/12/2005**

\_\_\_\_ Director \_\_\_\_ 10% Owner  
☒ Officer (give title below) \_\_\_\_ Other (specify below)  
Exec. V.P., CFO and Treasurer

4. If Amendment, Date Original  
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**CHADDS FORD, PA 19317**

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)            | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired (A)<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                                  |                                         |                                                             | Code                                 | V                                                                       | Amount                                                                                                             | (A)<br>or<br>(D)                                                        | Price                                                             |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005                              |                                                             | M                                    |                                                                         | 93,000                                                                                                             | A                                                                       | \$ 3.42 93,000                                                    |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005                              |                                                             | M                                    |                                                                         | 302,245                                                                                                            | A                                                                       | \$ 2.42 395,245                                                   |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005                              |                                                             | M                                    |                                                                         | 541,971                                                                                                            | A                                                                       | \$ 3 937,216                                                      |

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|                                                  |            |   |           |   |             |           |   |
|--------------------------------------------------|------------|---|-----------|---|-------------|-----------|---|
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | M | 111,647   | A | \$ 2.42     | 1,048,863 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | M | 621,468   | A | \$ 3        | 1,670,331 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | M | 408,087   | A | \$ 2.42     | 2,078,418 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | M | 218,612   | A | \$ 2.42     | 2,297,030 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | M | 292,294   | A | \$ 3        | 2,589,324 | D |
| Common<br>Stock, par<br>value \$.01<br>per share | 10/12/2005 | S | 1,561,456 | D | \$<br>26.04 | 1,027,868 | D |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount<br>Underlying Securities<br>(Instr. 3 and 4) |                                |                            |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|------------------------------------------------------------------|--------------------------------|----------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                 | Date Exercisable                                               | Expiration<br>Date                                               | Title                          | Amount<br>Number<br>Shares |
| Class<br>C1A<br>Stock<br>Option                     | \$ 3.42                                                               | 10/12/2005                              |                                                             | M                                       | 93,000                                                                                                    | 10/12/2005 <sup>(1)</sup>                                      | 08/26/2007                                                       | Common<br>Stock <sup>(2)</sup> | 93,0                       |

|                              |         |            |   |         |                           |            |                                |         |
|------------------------------|---------|------------|---|---------|---------------------------|------------|--------------------------------|---------|
| Class C1B<br>Stock<br>Option | \$ 2.42 | 10/12/2005 | M | 302,245 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 302,245 |
| Class C2<br>Stock<br>Option  | \$ 3    | 10/12/2005 | M | 541,971 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 541,971 |
| Class C2<br>Stock<br>Option  | \$ 2.42 | 10/12/2005 | M | 111,647 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 111,647 |
| Class C3<br>Stock<br>Option  | \$ 3    | 10/12/2005 | M | 621,468 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 621,468 |
| Class C3<br>Stock<br>Option  | \$ 2.42 | 10/12/2005 | M | 408,087 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 408,087 |
| Class C4<br>Stock<br>Option  | \$ 2.42 | 10/12/2005 | M | 218,612 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 218,612 |
| Class C4<br>Stock<br>Option  | \$ 3    | 10/12/2005 | M | 292,294 | 10/12/2005 <sup>(1)</sup> | 08/26/2007 | Common<br>Stock <sup>(2)</sup> | 292,294 |

## Reporting Owners

| Reporting Owner Name / Address                                 | Relationships |           |                               |       |
|----------------------------------------------------------------|---------------|-----------|-------------------------------|-------|
|                                                                | Director      | 10% Owner | Officer                       | Other |
| BLACK JEFFREY R<br>100 PAINTERS DRIVE<br>CHADDS FORD, PA 19317 |               |           | Exec. V.P., CFO and Treasurer |       |

## Signatures

/s/ Jeffrey R.  
Black

10/14/2005

          Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The exercisability of the Stock Options was accelerated in connection with an offering of shares that closed on October 12, 2005.

(2) Common Stock held by Endo Pharma LLC. The exercise of these stock options did not result in the issuance of additional Common Stock by the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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